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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-9
EMPLOYEE MATTERS (GENERAL)
679.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 03/31/06
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/06	1.80	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING PREPARE FOR AND ATTEND MEETING AT COMPANY WITH SENIOR MANAGEMENT TEAM (0.6); EMAILS TO/FROM R. ROSENBERG (0.2); PREPARE FOR FEBRUARY 2ND MEETING WITH R. ROSENBERG RE: SAME (0.3); REVIEW AND FINALIZE WITNESS DECLARATIONS (0.7).
BUTLER, JR. J	02/02/06	1.60	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING PREPARE FOR AND ATTEND MEETING WITH R. ROSENBERG RE: SETTLEMENT OF AIP SAFE HARBOR PROVISIONS (0.5); DRAFT AND FINALIZE SAME (0.3); ATTEND DISCOVERY PREPARATION SESSIONS AND CONSULT WITH DISCOVERY WORKING GROUP RE: DEPOSITIONS OF M. WEBER AND N. BUBNOVICH (0.8).
BUTLER, JR. J	02/03/06	1.40	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING ATTEND DISCOVERY PREPARATION SESSIONS AND CONSULT WITH DISCOVERY WORKING GROUP RE: DEPOSITION OF J. OPIE (1.2); FOLLOW-UP ON PREPETITION LENDER GROUP DUE DILIGENCE RE: AIP (0.2).
BUTLER, JR. J	02/04/06	0.80	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF DESIGN SETTLEMENT MATERIALS BETWEEN DELPHI AND CREDITORS COMMITTEE (0.8).
BUTLER, JR. J	02/05/06	2.90	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF STATUS OF DISCOVERY AND REMAINING DISCOVERY FOR WEEK (0.8); REVIEW OF DEONENT TRANSCRIPTS (0.9) AND BEGIN TO OUTLINE CHANGES TO REPLY AND HEARING OUTLINE (0.5); DRAFT LETTER TO R. ROSENBERG MEMORIALIZING PAP SAFE HARBOR PROVISIONS (0.4); REVIEW J. OPIE TRANSCRIPT EXCERPTS (0.3).

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BUTLER, JR. J	02/06/06	0.80	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW OF LIMITED OBJECTION OF CREDITORS' COMMITTEE (0.4); MEETING AT COMPANY WITH SENIOR MANAGEMENT RE: HEARING PREPARATION (0.4).
BUTLER, JR. J	02/07/06	3.10	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING REVIEW AND REVISE PROPOSED OMNIBUS REPLY AND PROPOSED ORDER (3.1).
BUTLER, JR. J	02/08/06	4.10	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING TELECONFERENCE WITH K. ZIMAN RE: WITHDRAWAL OF BANK GROUP OBJECTION (0.2) AND REVIEW AND FINALIZE OMNIBUS REPLY AND RELATED TRIAL MATERIALS (3.9).
BUTLER, JR. J	02/09/06	4.20	CONTINUE TO PREPARE FOR FEBRUARY 10TH HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT INCLUDING WITNESS PREPARATION (0.4) AND GENERAL TRIAL PREPARATION (3.8).
BUTLER, JR. J	02/10/06	9.80	PREPARE FOR (4.7) AND ATTEND (4.8) HEARING ON AIP PORTION OF KECF BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT; EMAILS FROM/TO SENIOR MANAGEMENT TEAM RE: RELATED COMMUNICATIONS PROGRAM (0.3).
BUTLER, JR. J	02/14/06	0.70	REVIEW OBJECTORS' COMMENTS TO KECF ORDER (0.4); FOLLOW-UP ON SETTLEMENT OF KECF ORDER (0.3).
BUTLER, JR. J	02/17/06	0.20	REVIEW AND REVISE AIP AND PAP PARTICIPATION NOTICES (0.2).
BUTLER, JR. J	02/21/06	0.20	REVIEW BLACKLINE OF ACTUAL KECF ORDER ENTERED BY COURT AGAINST PROPOSED ORDER (0.2).
BUTLER, JR. J	02/22/06	0.20	EMAILS FROM/TO S. MILLER RE NEED TO PREPARE BOOZ ALLEN SECTION 363 MOTION AND NEXT STEPS (0.2).
BUTLER, JR. J	02/23/06	0.30	EMAILS FROM/TO J. SHEEHAN RE BOOZ ALLEN SECTION 363 MOTION AND NEXT STEPS (0.3).
BUTLER, JR. J	02/27/06	1.40	REVIEW BOOZ ALLEN MATTERS WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.4); TELECONFERENCE WITH H. SEIFE RE SAME (0.2); REVIEW BOOZ ALLEN DOCUMENTS (0.8).

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		33.50	
LEFF NM	02/15/06	0.50	TELECONFERENCE WITH D. ALEXANDER RE: POSSIBLE AMENDMENT TO EMPLOYMENT AGREEMENTS (0.5).
LEFF NM	02/16/06	0.70	TELECONFERENCE WITH R. MEISLER RE: AMENDMENT TO EMPLOYMENT AGREEMENT (0.7).
		1.20	
MARAFIOTI KA	02/06/06	0.20	REVIEWED COMMITTEE OBJECTION TO KECP MOTION (0.2).
MARAFIOTI KA	02/09/06	3.00	REVIEWED SUPPLEMENTAL UNION DECLARATION IN OPPOSITION TO KECP (0.2); PREPARE FOR KECP HEARING (2.8).
MARAFIOTI KA	02/10/06	9.70	MEETING WITH CLIENT IN PREPARATION FOR KECP HEARING (4.0); ATTEND KECP HEARING (5.0); MEETING WITH CLIENT AFTER KECP HEARING (0.7).
MARAFIOTI KA	02/13/06	1.00	REVIEWED FORM OF KECP ORDER (1.0).
MARAFIOTI KA	02/14/06	1.50	REVIEW AND REVISE KECP ORDER (0.7); REVIEWED CORRESPONDENCE FROM VARIOUS PARTIES RE: FORM OF ORDER (0.4); REVIEWED REVISED FORM OF ORDER (0.4).
MARAFIOTI KA	02/16/06	0.20	REVIEWED CORRESPONDENCE RE: KECP ORDER (0.2).
MARAFIOTI KA	02/17/06	0.40	REVIEWED COMMITTEE FORM OF AIP ORDER (0.4).
		16.00	
SPRINGER DE	02/01/06	12.30	CONFERENCE WITH M. WEBER RE: PREPARATION FOR DEPOSITION (4.3); PREPARATION FOR AND ATTENDANCE AT DELPHI BOARD COMP COMMITTEE MEETING (1.1); REVIEW AND REVISE AND FINALIZE DECLARATION OF M. WEBER (1.5); REVIEW AND REVISE AND FINALIZE DECLARATION OF J. OPIE (1.5); REVIEW AND REVISE AND FINALIZE DECLARATION OF N. BUBNOVICH (1.5); CONFERENCE WITH WORKING GROUP RE: KECP DECLARATIONS AND MOTION (1.1); PREPARATION FOR KECP DEPOSITIONS GENERALLY (1.3).
SPRINGER DE	02/02/06	10.00	PREPARATION FOR M. WEBER DEPOSITION, INCLUDING CONFERENCES WITH MR. WEBER (2.0); DEFEND DEPOSITION OF M. WEBER (4.0); CONFERENCE WITH WORKING GROUP RE: N. BUBNOVICH AND J. OPIE DEPOSITIONS (1.0); CONFERENCE WITH N. BUBNOVICH RE: DEPOSITION DEFENSE (1.5); PREPARATION FOR DEPOSITION OF J. OPIE (1.5).

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SPRINGER DE	02/03/06	8.20	CONFERENCE WITH N. BUBNOVICH ET AL RE: DEPOSITION (1.2); CONFERENCE WITH J. OPIE RE: DEPOSITION (3.0); DEFEND DEPOSITION OF J. OPIE (3.5); TELECONFERENCE WITH J. BUTLER RE: DEPOSITION (0.5).
SPRINGER DE	02/04/06	1.00	REVIEW SPREADSHEETS RE: NEGOTIATION WITH CREDITORS COMMITTEE (0.7); DRAFT AND REVIEW MESSAGES D. ALEXANDER RE: SPREADSHEETS (0.3).
SPRINGER DE	02/05/06	1.70	DRAFT MEMORANDUM RE: J. OPIE DEPOSITION (0.9); REVIEW AND REVISE REICHART DEPOSITION OUTLINE (0.8).
SPRINGER DE	02/06/06	7.20	TELECONFERENCES WITH J. OPIE RE: DEPOSITION AND HEARING TESTIMONY (0.7); TELECONFERENCES WITH M. WEBER RE: DEPOSITION AND HEARING TESTIMONY (0.8); REVIEW AND REVISE OMNIBUS RESPONSE TO OBJECTIONS TO KECP MOTION, AS MODIFIED (5.7).
SPRINGER DE	02/07/06	9.90	TELECONFERENCES WITH J. OPIE RE: DEPOSITION ERRATA (0.4); PREPARATION OF OPIE DEPOSITION ERRATA (0.5); TELECONFERENCE WITH M. WEBER RE: DEPOSITION ERRATA (0.5); PREPARATION OF M. WEBER DEPOSITION ERRATA (0.5); TELECONFERENCES WITH B. DELLINGER RE: OIBITDAR DEFINITION (0.3); REVIEW AND REVISE AND FINALIZE M. WEBER SUPPLEMENTAL DECLARATION, WITH EXHIBITS (1.1); REVIEW AND REVISE DRAFT ORDER (1.3); TELECONFERENCES WITH J. PAPELIAN RE: UCC REQUESTS AND OPIE DECLARATION (0.4); REVIEW KERP ORDERS IN OTHER AUTO-PARTS BANKRUPTCY CASES (1.1); REVIEW AND REVISE OMNIBUS REPOSENSE (2.5); REVIEW, COMMENT, AND REVISE CURRENT DRAFT OMNIBUS REPOSENSE TO OBJECTIONS TO KECP MOTION (1.3).
SPRINGER DE	02/08/06	11.40	PREPARATION FOR DEPOSITION OF S. GRANDSTAFF (0.9); PREPARATION FOR DEPOSITION OF M. SHAW (0.8); TELECONFERENCES WITH J. BUTLER RE: REVISIONS TO OMNIBUS RESPONSE TO OBJECTION TO KECP MOTION (0.9); REVIEW, FINALIZE AND FILE OMNIBUS REPOSENSE TO OBJECTIONS TO KECP MOTION (5.5); TELECONFERENCES WITH M. WEBER AND N. BUBNOVICH RE: DECLARATIONS AND TESTIMONY (0.5); REVIEW AND REVISE PROPOSED ORDER RE: REVISED AIP PORTION RE: KECP (1.7); WORKING GROUP CONFERENCES RE: FINALIZATION OF PROPOSED ORDER AND OMNIBUS RESPONSE TO OBJECTIONS TO KECP MOTION (1.1).

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SPRINGER DE	02/09/06	12.50	PREPARATION FOR HEARING ON REVISED AIP PORTION OF KECP, INCLUDING CONFERENCES WITH M. WEBER (2.1); CONFERENCES WITH N. BUBNOVICH (1.1); PREPARATION FOR AND TAKE DEPOSITION OF S. GRANDSTAFF (2.9); PREPARATION FOR AND TAKE DEPOSITION OF M. SHAW (2.5); CONFERENCE WITH WORKING GROUP RE: PREPARATION FOR HEARING ON REVISED AIP PORTION OF KECP (1.9); DRAFT CROSS-EXAMINATION OUTLINES FOR GRANDSTAFF, REICHARD, AND SHAW (1.3); REVIEW REICHARD AND SHAW DEPOSITION ABSTRACTS (0.7).
SPRINGER DE	02/10/06	8.70	PREPARATION FOR HEARING ON REVISED AIP PORTION OF KECP, INCLUDING CONFERENCES WITH WITNESSES, M. WEBER, J. OPIE, AND N. BUBNOVICH, AND PREPARATION OF EXAM OUTLINES (3.2); ATTENDANCE AT HEARING ON REVISED AIP PORTION OF KECP (5.5).
SPRINGER DE	02/13/06	2.10	TELECONFERENCES WITH S. CORCORAN RE: FINAL ORDER ON KECP MOTION (0.6); REVISIONS TO KECP ORDER (1.5).
SPRINGER DE	02/14/06	8.10	DRAFT REVISED PROPOSED ORDER ON KECP (2.1); DRAFT CORRESPONDENCE TO THE COURT RE: DIFFERENCES OVER KECP ORDER (1.1); TELECONFERENCES WITH J. BUTLER RE: BOARD MEETING AND PROPOSED ORDER (0.5); REVIEW COMMENTS AND OBJECTIONS TO PROPOSED ORDER (1.5); FURTHER REVISE PROPOSED ORDER RE: KECP (1.9); TELECONFERENCES WITH T. MATZ RE: COMMUNICATIONS TO THE COURT RE: KECP ORDER (0.7); TELECONFERENCE WITH K. MARAFIOTI RE: PROPOSED ORDER (0.3).
		93.10	
Total Partner		143.80	
MATZ TJ	02/09/06	2.50	WORK ON VARIOUS MATTERS FOR KECP HEARING ON FEB. 10, INCLUDING MATERIALS FOR HEARING (1.8); TELECONFERENCES WITH CHAMBERS AND COMPANY RE: SAME (0.7).
MATZ TJ	02/10/06	1.40	PREPARE FOR KECP HEARING (0.9); TELECONFERENCES WITH CHAMBERS AND COMPANY RE: SAME (0.5).
MATZ TJ	02/14/06	1.70	REVIEW AND REVISE PROPOSED KECP-AIP ORDER (1.5); WORK ON OBJECTIONS RE: SAME AND SUBMITTING TO CHAMBERS PROPOSED ORDER (0.2).
MATZ TJ	02/16/06	0.70	REVIEW LETTER FOR M. ETKIN RE: KECP-AIP ORDER (0.2); DISCUSSIONS WITH D. SHERBIN, J. SHEEHAN RE: SAME (0.3); TELECONFERENCE WITH CHAMBERS RE: STATUS OF SAME (0.2).

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MATZ TJ	02/20/06	0.40	FOLLOW UP WORK RE: DOCKETED KECP-AIP ORDER AND BLACK-LINE (0.4).
MATZ TJ	02/21/06	0.90	FOLLOW UP WORK ON EXHIBITS TO KECP-AIP ORDER (0.4); TELECONFERENCES WITH CHAMBERS RE: SAME (0.2); REVIEWING DRAFT OF 8-K (0.3).
MATZ TJ	02/22/06	0.40	TELECONFERENCE TO CLERKS'S OFFICE RE: AIP ORDER (0.2); FOLLOW UP WORK RE: SAME (0.2).
		8.00	
Total Counsel		8.00	
CAMPANARIO ND	02/01/06	14.50	FORMULATE STRATEGY RE: KEY EMPLOYEE COMPENSATION PROGRAM (4.1); REVISE DECLARATIONS IN SUPPORT OF SAME (5.7); REVIEW DOCUMENTS FOR PRODUCTION TO OBJECTORS (4.7).
CAMPANARIO ND	02/02/06	11.50	PREPARE DEPOSITION OF M. WEBER (1.0); DEFEND DEPOSITION OF M. WEBER (3.3); REVIEW MATERIALS RELATED TO OBJECTORS' WITNESSES (5.7); PREPARE FOR DEPOSITION OF N. BUBNOVICH (1.5).
CAMPANARIO ND	02/03/06	9.50	PREPARE FOR DEPOSITION OF N. BUBNOVICH (1.0); PREPARE FOR DEPOSITION OF J. OPIE (3.8); DEFEND DEPOSITION OF J. OPIE (3.1); REVIEW DOCUMENTS FOR PRODUCTION TO OBJECTORS (1.6).
CAMPANARIO ND	02/04/06	6.30	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM FOR PRODUCTION TO OBJECTORS (1.6); PREPARE OUTLINE FOR DEPOSITION OF H. REICHARD, WITNESS FOR IUE-CWA (4.7).
CAMPANARIO ND	02/05/06	5.20	REVIEW DOCUMENTS RELATED TO H. REICHARD DEPOSITION (3.7); REVISE OUTLINE FOR DEPOSITION OF H. REICHARD (1.5).
CAMPANARIO ND	02/06/06	4.90	PREPARE FOR DEPOSITION OF H. REICHARD (1.5); TAKE DEPOSITION OF H. REICHARD (3.4).
CAMPANARIO ND	02/07/06	12.80	REVIEW DOCUMENTS RELATED TO KEY EMPLOYEE COMPENSATION PROGRAM FOR PRODUCTION TO OBJECTORS (3.9); REVISE SUPPLEMENTAL DECLARATION IN SUPPORT OF SAME (0.5); FORMULATE STRATEGY RE: SAME (1.2); REVIEW DEPOSITION TRANSCRIPTS OF M. WEBER AND H. REICHARD (4.4); PREPARE OUTLINE FOR DEPOSITION OF S. GRANDSTAFF, WITNESS FOR UAW (2.8).

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CAMPANARIO ND	02/08/06	14.70	PREPARE SUMMARY OF DEPOSITION TESTIMONY OF H. REICHARD (1.9); PREPARE OUTLINE FOR DEPOSITION OF M. SHAW (2.5); REVISE OMNIBUS RESPONSE TO OBJECTIONS TO KEY EMPLOYEE COMPENSATION PROGRAM (6.5); REVIEW DEPOSITION TRANSCRIPTS OF N. BUBNOVICH AND J. OPIE (3.8).
CAMPANARIO ND	02/09/06	15.00	PREPARE FOR DEPOSITIONS OF S. GRANDSTAFF AND M. SHAW (4.5); DEPOSITIONS OF S. GRANDSTAFF OF UAW AND M. SHAW OF USW (2.3); PREPARE SUMMARIES OF DEPOSITION TESTIMONY (3.2); FORMULATE STRATEGY RE: HEARING ON KEY EMPLOYEE COMPENSATION PROGRAM (0.8); PREPARE MATERIALS FOR HEARING (4.2).
CAMPANARIO ND	02/10/06	12.10	PREPARE MATERIALS FOR HEARING ON KEY EMPLOYEE COMPENSATION PROGRAM (6.6); ATTEND HEARING (5.5).
		106.50	
FERN BM	02/01/06	0.60	FORMULATE STRATEGY IN PREPARATION FOR KECF HEARING (0.6).
FERN BM	02/02/06	11.10	REVIEWED DECLARATIONS FILED IN SUPPORT OF ANNUAL INCENTIVE PLAN (1.9); TELECONFERENCE WITH N. BUBNOVICH RE: KECF DEPOSITION (0.3); REVIEWED AND ANALYZED H. REICHARD DECLARATION (0.7); REVIEWED DOCUMENTS IN PREPARATION FOR BUBNOVICH DEPOSITION (3.3); REVIEWED KECF SAFE HARBOR PROVISIONS (0.2); MEETING WITH N. BUBNOVICH IN PREPARATION FOR DEPOSITION (1.6); FORMULATE STRATEGY RE: KECF HEARING (2.0); ATTENTION TO ISSUES IN PREPARATION FOR BUBNOVICH DEPOSITION (1.1).
FERN BM	02/03/06	12.10	REVIEWED DOCUMENTS IN PREPARATION FOR BUBNOVICH DECLARATION (1.0); PREPARED BUBNOVICH FOR DEPOSITION (2.4); ATTENDED BUBNOVICH DEPOSITION (3.4); ANALYSIS OF TESTIMONY AT BUBNOVICH DEPOSITION (0.5); MEETING WITH J. OPIE IN PREPARATION FOR DEPOSITION (0.4); BEGAN REVIEWING WEBER DEPOSITION TRANSCRIPT (0.6); ATTENTION TO DOCUMENTS IN PREPARATION FOR KECF HEARING (1.6); ANALYSIS OF ISSUES FROM OPIE DECLARATION (1.1); REVIEWED DOCUMENTS RE: LABOR BENCHMARKING (0.4); OUTLINED ISSUES IN PREPARATION FOR REICHARD DEPOSITION (0.7).
FERN BM	02/04/06	0.90	COMPLETED REVIEW OF BUBNOVICH TRANSCRIPT (0.9).

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FERN BM	02/05/06	1.00	CORRESPONDENCE TO N. BUBNOVICH RE: LABOR BENCHMARKING (0.3), AND COST OF AIP (0.2); ATTENTION TO ISSUES IN PREPARATION FOR KECP HEARING (0.5).
FERN BM	02/06/06	11.20	REVIEWED WEBER DEPOSITION TRANSCRIPT (1.3); REVIEWED DECLARATION OF M. SHAW (0.4); REVIEWED AND REVISED OMNIBUS RESPONSE TO KECP OBJECTIONS (1.9); REVIEWED DOCUMENTS RE: UAW'S LABOR NEGOTIATIONS IN CHAPTER 11 CASES (0.3); REVIEWED OPIE DECLARATION TRANSCRIPT (2.8); ATTENTION TO ISSUES RE: BUBNOVICH'S REVIEW OF LABOR BENCHMARKS (0.5); REVIEWED UCC OBJECTION TO KECP (0.4); ANALYSIS OF ISSUES RE: UCC OBJECTION (0.7); FORMULATE STRATEGY RE: KECP HEARING (0.4); RESEARCH RE: EXECUTIVE COMPENSATION AND LABOR (0.8); REVIEWED AND REVISED OMNIBUS KECP RESPONSE (0.6); ANALYSIS OF UAW STATEMENTS RE: EXECUTIVE COMPENSATION (1.1).
FERN BM	02/07/06	14.90	REVIEWED AND COMMENTED ON OMNIBUS RESPONSE TO KECP OBJECTION (1.3); REVIEWED WEBER SUPPLEMENTAL DECLARATION (0.3); RESEARCH RE: COMPETITIVE BENCHMARKING (1.5); ADDITIONAL RESEARCH RE: IMPLEMENTATION OF BONUS PLANS (0.9); FORMULATE STRATEGY RE: KECP HEARING (0.8); DRAFTED SLIDES RE: REVISED AIP (2.6); REVIEWED REICHARD DEPOSITION (0.6); REVISED EXHIBITS RE: REVISED AIP (1.0); REVIEWED DOCUMENTS RE: AIP PAYOUT CURVES (0.5); ADDITIONAL REVIEW OF WEBER SUPPLEMENTAL DECLARATION (0.4); REVISED EXHIBITS RE: REVISED AIP (0.6); DRAFTED PROPOSED ORDER RE: REVISED AIP (2.9); ANALYSIS OF DECLARATIONS FILED IN OPPOSITION TO KECP (0.8); RESEARCH RE: BONUS PLANS IN OTHER CHAPTER 11 CASES (0.7).

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FERN BM	02/08/06	13.70	REVIEWED AND REVISED ORDER FOR REVISED AIP (0.5); ATTENTION TO EXHIBITS IN PREPARATION FOR KECP HEARING (2.6); FORMULATE STRATEGY RE: KECP HEARING (0.7); ANALYSIS OF ISSUES RE: ORDINARY COURSE (1.2); REVISED PROPOSED AIP ORDER (0.5); REVIEWED OBJECTIONS FILED TO KECP (0.9); ATTENTION TO EXHIBITS FOR OMNIBUS KECP RESPONSE (1.1); REVIEWED AND REVISED OMNIBUS KECP RESPONSE (1.7); REVIEWED REICHARD SUPPLEMENTAL DECLARATION (0.2); FORMULATE STRATEGY RE: FACTS ALLEGED (0.4); REVISED PROPOSED ORDER (1.9); REVIEWED BUBNOVICH DEPOSITION TRANSCRIPT AND ERRATA SHEET IN PREPARATION FOR HEARING (0.6); FINAL REVISIONS TO OMNIBUS KECP RESPONSE (1.4).
FERN BM	02/09/06	15.50	FORMULATE STRATEGY RE: PREPARATION FOR KECP HEARING (1.5); PREPARED AND ORGANIZED DESIGNATED EVIDENCE (4.3); ASSISTED IN WITNESS PREPARATION FOR HEARING (3.8); REVIEWED AND IDENTIFIED HIGHLY CONFIDENTIAL DOCUMENTS THAT MAY BE OFFERED AT HEARING (0.7); PREPARED WITNESS KITS FOR KECP HEARING (3.2); FORMULATE STRATEGY RE: PRESENTATION OF EVIDENCE AT KECP HEARING (1.4); BEGAN OUTLINING PRESENTATION OF EVIDENCE (0.6).
FERN BM	02/10/06	19.80	CONTINUED OUTLINING PRESENTATION OF EVIDENCE AT KECP HEARING (1.9); ANALYZED AND ORGANIZED TRIAL EXHIBITS (6.2); ATTENTION TO ISSUES IN PREPARATION FOR KECP HEARING (2.7); ATTENTION TO DOCUMENTS IN PREPARATION FOR KECP HEARING (1.4); ATTENDED AND ASSISTED DURING HEARING ON KECP MOTION (7.1); ANALYSIS OF RESULTS OF KECP HEARING (0.5).
FERN BM	02/11/06	0.90	REVISED KECP-AIP ORDER PER COURT'S GUIDANCE (0.9).
FERN BM	02/13/06	4.00	DRAFTED PRESENTATIONS RE: AIP HEARING (1.4); SUMMARIZED NOTES FROM AIP HEARING (0.4); REVIEWED TERMS OF REVISED AIP ORDER (0.3); ATTENTION TO EXHIBITS TO REVISED AIP ORDER (0.3); CORRESPONDENCE FROM N. BUBNOVICH RE: REVISED PAYMENT OPPORTUNITIES (0.2); REVIEWED AND REVISED TERMS OF FINAL AIP ORDER (0.5); RESEARCH RE: CLASS CERTIFICATION (0.9).
FERN BM	02/14/06	0.90	REVIEWED REVISED PAYOUT CURVES (0.3); ATTENTION TO ISSUES RE: SERVICE OF KECP MOTION (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	02/15/06	6.10	ATTENTION TO ISSUES RE: REVISED AIP (0.4); REVIEWED FILINGS RE: SERVICE OF KECP MOTION (0.3); REVIEWED MOTION FOR ERISA CLASS CERTIFICATION (0.6); REVIEWED MEMO IN SUPPORT OF MOTION (0.4); RESEARCH RE: CLASS CERTIFICATION AND RULE 7023 (3.8); SUMMARY MEMO RE: MOTION TO CERTIFY ERISA CLAIMS (0.6).
FERN BM	02/16/06	6.50	ORGANIZED DOCUMENTS NECESSARY FOR 8-K RE: REVISED AIP (0.4); RESEARCH RE: HUMAN CAPITAL AGREEMENTS (3.8); ADDITIONAL RESEARCH RE: EMPLOYMENT AGREEMENTS (2.3).
FERN BM	02/17/06	9.90	REVIEWED SAMPLE EMPLOYMENT AGREEMENT (0.3); OUTLINED ISSUES RE: HUMAN CAPITAL (1.1); BEGAN DRAFTING MEMO RE: HUMAN CAPITAL (1.4); ANALYSIS OF ISSUES RE: ERISA CLASS CERTIFICATION MOTION (0.7); DRAFTED MEMO RE: ERISA CLASS CERTIFICATION MOTION (2.6); CONTINUED DRAFTING HUMAN CAPITAL MEMO (2.0); DRAFTED OUTLINE RE: HUMAN CAPITAL ISSUES MEMO (1.8).
FERN BM	02/20/06	7.60	ATTENTION TO ISSUES RE: AIP ORDER FILED WITH THE COURT (0.3); FORMULATE STRATEGY RE: HUMAN CAPITAL (0.8); CONTINUED DRAFTING MEMO RE: HUMAN CAPITAL (3.1); RESEARCH RE: DEBTORS' EXECUTIVE SEVERANCE PROGRAM (0.6); COMPLETED DRAFT OF MEMO RE: HUMAN CAPITAL (2.8).
		136.70	
GUZZARDO J	02/02/06	1.00	KECP CLAWBACK PROVISION RESEARCH (1.0).
GUZZARDO J	02/07/06	2.30	LEGAL RESEARCH RE: TIMING AND BUSINESS JUDGMENT RULE FOR KECP LITIGATION (2.3).
GUZZARDO J	02/08/06	6.60	LEGAL RESEARCH RE: THE FEDERAL RULES OF EVIDENCE AND HEARSAY AS APPLIED TO DECLARATIONS AND MOTIONS TO STRIKE (6.6).
		9.90	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	02/02/06	0.50	REVIEW EMPLOYEE BENEFIT SUPPLIER ISSUE (0.2); CONFERENCE WITH J. PETERSON RE: SAME (0.3).
HERRIOTT AV	02/03/06	0.10	RESPOND TO INDEMNIFICATION QUESTION (0.1).
HERRIOTT AV	02/06/06	0.70	RESPOND TO QUESTIONS RE: DEBTORS' AUTHORITY UNDER HUMAN CAPITAL MOTION TO CONTINUE PROGRAMS (0.4) AND PAY PREPETITION EXPENSES (0.3).
HERRIOTT AV	02/07/06	1.00	REVIEW AND RESPOND TO INDEMNIFICATION QUESTION (0.4); CONFERENCE WITH A. GRUBER AND P. CHANDA RE: SAME (0.2); EVALUATE EMPLOYEE BENEFIT SUPPLIER ISSUE (0.3); REVIEW 401(K) ISSUE (0.1).
HERRIOTT AV	02/08/06	0.40	CONTINUE REVIEW OF EMPLOYEE BENEFIT SUPPLIER ISSUE (0.4).
HERRIOTT AV	02/22/06	1.00	CONFERENCE WITH S. DANA AND A. FRANKUM RE: TRACKING HUMAN CAPITAL EXPENDITURES UNDER "FIRST DAY" AUTHORITY (1.0).
		3.70	
MACDONALD N	02/01/06	16.40	CONTINUE REVIEW OF DOCUMENTS IN PREPARATION FOR DEPOSITIONS, REVISE DECLARATIONS IN CONNECTION WITH SAME (7.7); CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS AND REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (8.7).
MACDONALD N	02/02/06	12.70	CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS, REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (10.6); MEET WITH CLIENT IN PREPARATION FOR DEPOSITION (2.1).
MACDONALD N	02/03/06	13.60	REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITIONS, MEET WITH WITNESS IN PREPARATION FOR SAME, ATTEND DEPOSITION (6.7); CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS, REVIEW DOCUMENTS AND LEGAL RESEARCH RELATED TO SAME (6.9).
MACDONALD N	02/04/06	7.70	REVIEW DEPOSITION TRANSCRIPTS (4.2); CONTINUE REVISION OF ORDINARY COURSE ANALYSIS IN RESPONSE TO KECP OBJECTIONS (3.5).
MACDONALD N	02/06/06	14.20	CONTINUE DRAFT OF RESPONSE TO KECP OBJECTIONS, INCLUDING INCORPORATION OF DECLARATION AND DEPOSITION INFORMATION (14.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MACDONALD N	02/07/06	12.80	DRAFT SUPPLEMENTAL DECLARATION IN SUPPORT OF KECP MOTION (2.1); CONTINUE REVIEW OF REVISION OF RESPONSE TO KECP OBJECTIONS (1.9); CONTINUE REVIEW OF DEPOSITION TRANSCRIPTIONS IN PREPARATION FOR KECP HEARING (0.7); CONTINUE REVISION OF RESPONSE TO KECP OBJECTIONS, INCLUDING INCORPORATION OF CLIENT AND CO-COUNSEL'S REMARKS AND COMMENTS (6.4); LEGAL RESEARCH RELATED TO SAME (1.7).
MACDONALD N	02/08/06	18.20	COMPLETE REVISION OF RESPONSE TO KECP OBJECTIONS AND FILE SAME (11.4); REVIEW DECLARATIONS AND RELATED DOCUMENTS IN PREPARATION FOR DEPOSITIONS (6.8).
MACDONALD N	02/09/06	19.90	CONTINUE REVIEW OF DEPOSITION TESTIMONY AND DOCUMENTS AND EXHIBITS RELATED TO SAME IN PREPARATION FOR HEARING (15.3); MEET WITH WITNESSES IN PREPARATION FOR HEARING (2.4); MEETING WITH CO-COUNSEL TO DISCUSS HEARING STRATEGY AND MATTERS RELATED THERETO (2.2).
MACDONALD N	02/10/06	17.80	CONTINUE PREPARATION OF HEARING MATERIAL, INCLUDING HEARING BINDERS, EXHIBIT BINDERS, AND RELATED LISTS AND DOCUMENTS (11.1); ATTEND HEARING (6.7).
MACDONALD N	02/11/06	4.40	POST-TRIAL WORK RE: KECP MOTION (4.4).
MACDONALD N	02/14/06	1.90	MEET AND CONFER WITH CO-COUNSEL RE: KECP ORDER AND OBJECTIONS THERETO (0.7); REVIEW AND REVISE DRAFTS OF PROPOSED KECP ORDER, AND OBJECTIONS TO SAME (1.2).
		139.60	
MEISLER RE	02/07/06	0.60	RESPONDED TO INQUIRIES RE: HUMAN CAPITAL (0.4); RESPONDED TO INQUIRIES RE: IMPACT ON 401(K) PROGRAM (0.2).
MEISLER RE	02/09/06	0.20	TELECONFERENCE WITH B. FERN RE: KECP PREPARATION (0.2).
MEISLER RE	02/10/06	0.10	TELECONFERENCE WITH D. SHERBIN, S. CORCORAN RE: KECP (0.1).
MEISLER RE	02/14/06	0.10	TELECONFERENCE WITH K. CRAFT RE: HUMAN CAPITAL INQUIRY (0.1).
MEISLER RE	02/15/06	0.10	TELECONFERENCE WITH P. NEWTON RE: HUMAN CAPITAL INQUIRY (0.1).
MEISLER RE	02/16/06	0.50	BEGAN REVIEW OF HUMAN CAPITAL MATTERS (0.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	02/17/06	0.30	ATTENTION TO HUMAN CAPITAL MATTERS (0.3) .
MEISLER RE	02/20/06	2.00	REVIEW AND ANALYZE HUMAN CAPITAL INQUIRY (1.3); REVIEW CASE LAW RE: SAME (0.6); TELECONFERENCE WITH D. SHERBIN RE: SAME (0.1) .
MEISLER RE	02/21/06	1.90	PREPARE FOR HUMAN CAPITAL CALL (0.6); TELECONFERENCE WITH D. SHERBIN, B. SAX AND D. ALEXANDER RE: SAME (0.9); TELECONFERENCE WITH D. ALEXANDER RE: SAME (0.2); FOLLOW UP RE: SAME (0.2) .
MEISLER RE	02/22/06	0.40	ATTENTION TO HUMAN CAPITAL MATTERS (0.4) .
MEISLER RE	02/23/06	0.10	TELECONFERENCE WITH J. SHEEHAN RE: BOOZ ALLEN (0.1) .

6.30

SCHOHN E	02/16/06	1.00	DISCUSS PAYOUT PROVISIONS IN EMPLOYMENT AGREEMENTS (0.6); REVIEW AND RESPOND TO PENSION DISCLOSURE IN FORM A (0.4)
		1.00	

Total Associate 403.70

DEMMA J	02/09/06	1.60	PREPARE INDEX FOR EMPLOYEE BENEFIT DOCUMENTS (1.6) .
		1.60	
JACOBSON SJ	02/17/06	2.00	ASSIST WITH ASSEMBLY OF DOCUMENT PRODUCTION (2.0)
		2.00	
SALAND J	02/08/06	2.60	ASSEMBLE EXHIBITS TO WEBER, BUBNOVICH AND OPIE FOR KECP HEARING AND DEPOSITION MATERIALS (2.6) .
SALAND J	02/09/06	7.70	PREPARE EXHIBITS AND DECLARATIONS FOR DELPHI HEARING (6.3); PREPARE EXHIBITS FOR DEPOSITIONS AND LAPTOP FOR LIVENOTE USE (1.4) .
SALAND J	02/10/06	10.40	ATTEND HEARING FOR DELPHI INCENTIVE PLAN (8.7); ASSEMBLE EXHIBITS TO DELPHI HEARING (1.7)
		20.70	

SALAZAR AG	02/07/06	1.20	BEGIN PREPARATION FOR KECP HEARING (1.2) .
SALAZAR AG	02/09/06	15.20	PREPARE AND ELECTRONICALLY FILE DECLARATIONS TO KECP MOTION (0.4); PREPARE ALL DOCUMENTS AND MATERIALS FOR KECP HEARING AS REQUESTED (14.8) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SALAZAR AG	02/10/06	10.30	FINALIZE HEARING PREP AND DELEGATE TASKS TO GROUP OF LEGAL ASSISTANT SUPPORT (2.0); ATTEND KECP HEARING (8.3).
SALAZAR AG	02/16/06	0.20	DISTRIBUTE COURT ENTERED KECP ORDER (0.2).
SALAZAR AG	02/20/06	0.30	REVIEW KECP EXHIBITS AND SEND TO ATTY AS REQUESTED (0.3).
SALAZAR AG	02/22/06	0.20	RESPOND TO REQUESTS FOR KECP ORDER (0.2).
		27.40	
ZSOLDOS AF	02/08/06	1.50	ELECTRONICALLY FILE DEBTORS RESPONSE TO OBJECTIONS, COORDINATE COPIES AND SERVICE OF ABOVE, AND PREPARE LETTER RE: COURTESY COPY TO CHAMBERS (1.5).
ZSOLDOS AF	02/09/06	11.30	ELECTRONICALLY FILE DECLARATIONS IN SUPPORT OF KECP MOTION (1.0); PREPARATION FOR KECP HEARING (10.3).
ZSOLDOS AF	02/10/06	13.60	CONTINUE PREPARATION FOR KECP HEARING, INCLUDING SLIP SHEETING AND UPDATING BINDERS (4.5); ATTEND AND ASSIST AT KECP SPECIAL HEARING (9.1).
		26.40	
Total Legal Assistant		78.10	
TOTAL TIME		<u>633.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Employee Matters (General)**

**Bill Date: 03/31/06
Bill Number: 1108452**

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/02/06	Fern BM	45.00
Air/Rail Travel - vendor feed	02/02/06	Fern BM	173.49
Air/Rail Travel - vendor feed	02/03/06	Springer DE	533.02
Air/Rail Travel - vendor feed	02/04/06	Fern BM	1,042.96
Air/Rail Travel - vendor feed	02/07/06	Springer DE	1,067.53
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$2,862.00
In-house Reproduction	02/02/06	Copy Center, D	559.48
In-house Reproduction	02/02/06	Copy Center, D	559.48
In-house Reproduction	02/03/06	Copy Center, D	476.18
In-house Reproduction	02/03/06	Copy Center, D	29.60
In-house Reproduction	02/04/06	Copy Center, D	136.79
In-house Reproduction	02/04/06	Copy Center, D	137.49
In-house Reproduction	02/06/06	Copy Center, D	381.09
In-house Reproduction	02/07/06	Copy Center, D	121.10
In-house Reproduction	02/07/06	Copy Center, D	728.27
In-house Reproduction	02/10/06	Copy Center, D	1,998.12
In-house Reproduction	02/17/06	Copy Center, D	66.30
In-house Reproduction	02/24/06	Copy Center, D	2.10
		TOTAL IN-HOUSE REPRODUCTION	\$5,196.00
Telephone Expense	02/24/06	Telecommunications, D	9.07
Telephone Expense	02/24/06	Telecommunications, D	9.75
Telephone Expense	02/24/06	Telecommunications, D	0.18
		TOTAL TELEPHONE EXPENSE	\$19.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Non-standard/Outside Reproduction	02/02/06	Landmark Document Services	2,977.95
Non-standard/Outside Reproduction	02/03/06	Landmark Document Services	322.05
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$3,300.00
Lexis/Nexis	02/15/06	Fern BM	19.40
Lexis/Nexis	02/16/06	Fern BM	14.45
Lexis/Nexis	02/17/06	Fern BM	19.21
Lexis/Nexis	02/20/06	Fern BM	41.98
Lexis/Nexis	02/21/06	Fern BM	23.96
		TOTAL LEXIS/NEXIS	\$119.00
Westlaw	02/02/06	MacDonald N	256.96
Westlaw	02/02/06	Rohner WM	142.02
Westlaw	02/02/06	Guzzardo J	28.89
Westlaw	02/03/06	Guzzardo J	92.34
Westlaw	02/04/06	MacDonald N	155.95
Westlaw	02/06/06	Guzzardo J	46.86
Westlaw	02/07/06	MacDonald N	4.26
Westlaw	02/07/06	Guzzardo J	281.45
Westlaw	02/07/06	Hallan CF	118.24
Westlaw	02/08/06	Rohner WM	273.41
Westlaw	02/08/06	Guzzardo J	210.77
Westlaw	02/09/06	Rohner WM	180.39
Westlaw	02/09/06	Fern BM	57.54
Westlaw	02/10/06	Campanario ND	55.39
Westlaw	02/15/06	Fern BM	52.04
Westlaw	02/16/06	Fern BM	76.70
Westlaw	02/17/06	Fern BM	52.20
Westlaw	02/26/06	Fern BM	9.59
		TOTAL WESTLAW	\$2,095.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Reproduction - color	02/08/06	Copy Center, D	20.50
Reproduction - color	02/08/06	Copy Center, D	36.00
Reproduction - color	02/09/06	Copy Center, D	4.50
Reproduction - color	02/23/06	Copy Center, D	1.50
Reproduction - color	02/23/06	Copy Center, D	1.50
Reproduction - color	02/24/06	Copy Center, D	3.50
Reproduction - color	02/26/06	Copy Center, D	1.50
Reproduction - color	02/28/06	Copy Center, D	3.00
		TOTAL REPRODUCTION - COLOR	\$72.00
Telephone - Long Distance	02/07/06	Campanario ND	28.00
		TOTAL TELEPHONE - LONG DISTANCE	\$28.00
Air/Rail Travel (external)	02/06/06	Butler, Jr. J	138.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$138.00
Out-of-Town Travel	02/01/06	MacDonald N	378.51
Out-of-Town Travel	02/01/06	MacDonald N	30.00
Out-of-Town Travel	02/01/06	Campanario ND	292.62
Out-of-Town Travel	02/02/06	Fern BM	35.00
Out-of-Town Travel	02/02/06	Campanario ND	292.62
Out-of-Town Travel	02/03/06	Campanario ND	303.57
Out-of-Town Travel	02/04/06	MacDonald N	12.00
Out-of-Town Travel	02/04/06	Fern BM	35.00
Out-of-Town Travel	02/04/06	Campanario ND	292.62
Out-of-Town Travel	02/05/06	MacDonald N	15.00
Out-of-Town Travel	02/05/06	MacDonald N	10.00
Out-of-Town Travel	02/05/06	MacDonald N	12.00
Out-of-Town Travel	02/05/06	Campanario ND	292.62
Out-of-Town Travel	02/06/06	Fern BM	35.00
Out-of-Town Travel	02/06/06	Fern BM	32.00
Out-of-Town Travel	02/06/06	Campanario ND	375.12
Out-of-Town Travel	02/06/06	Butler, Jr. J	22.50
Out-of-Town Travel	02/06/06	Butler, Jr. J	85.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	02/06/06	Butler, Jr. J	829.46
Out-of-Town Travel	02/06/06	Butler, Jr. J	25.50
Out-of-Town Travel	02/07/06	Campanario ND	303.57
Out-of-Town Travel	02/08/06	Campanario ND	292.62
Out-of-Town Travel	02/09/06	Campanario ND	292.62
Out-of-Town Travel	02/10/06	Fern BM	2,286.42
Out-of-Town Travel	02/10/06	Fern BM	14.00
Out-of-Town Travel	02/10/06	Fern BM	35.00
Out-of-Town Travel	02/10/06	Campanario ND	292.63
Out-of-Town Travel	02/14/06	Campanario ND	35.00
		TOTAL OUT-OF-TOWN TRAVEL	\$6,958.00
Messengers/ Courier	02/01/06	Dist Serv/Mail/Page, D	30.34
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	35.95
Messengers/ Courier	02/03/06	Dist Serv/Mail/Page, D	34.84
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	32.00
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	41.77
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	24.70
Messengers/ Courier	02/09/06	Dist Serv/Mail/Page, D	23.56
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	56.55
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	28.80
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	26.11
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	35.11
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	27.61
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	21.59
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	27.61
Messengers/ Courier	02/13/06	Dist Serv/Mail/Page, D	29.71
		TOTAL MESSENGERS/ COURIER	\$488.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	02/01/06	MacDonald N	130.40
Out-of-Town Meals	02/01/06	Campanario ND	11.93
Out-of-Town Meals	02/02/06	Fern BM	4.28
Out-of-Town Meals	02/02/06	Campanario ND	135.02
Out-of-Town Meals	02/02/06	Campanario ND	16.27
Out-of-Town Meals	02/03/06	Campanario ND	4.34
Out-of-Town Meals	02/03/06	Fern BM	141.28
Out-of-Town Meals	02/04/06	Fern BM	3.30
Out-of-Town Meals	02/04/06	Fern BM	3.77
Out-of-Town Meals	02/04/06	Campanario ND	90.02
Out-of-Town Meals	02/04/06	Campanario ND	17.89
Out-of-Town Meals	02/05/06	MacDonald N	25.00
Out-of-Town Meals	02/05/06	MacDonald N	66.26
Out-of-Town Meals	02/05/06	Campanario ND	4.34
Out-of-Town Meals	02/06/06	Butler, Jr. J	19.50
Out-of-Town Meals	02/06/06	Campanario ND	7.59
Out-of-Town Meals	02/06/06	Fern BM	53.70
Out-of-Town Meals	02/07/06	Campanario ND	43.53
Out-of-Town Meals	02/08/06	Springer DE	7.04
Out-of-Town Meals	02/08/06	Springer DE	33.11
Out-of-Town Meals	02/08/06	MacDonald N	176.35
Out-of-Town Meals	02/09/06	Campanario ND	11.93
Out-of-Town Meals	02/09/06	Springer DE	41.69
Out-of-Town Meals	02/09/06	Springer DE	16.79
Out-of-Town Meals	02/10/06	Campanario ND	8.13
Out-of-Town Meals	02/10/06	MacDonald N	223.42
Out-of-Town Meals	02/10/06	MacDonald N	210.74
Out-of-Town Meals	02/12/06	MacDonald N	34.13
Out-of-Town Meals	02/12/06	MacDonald N	45.01
Out-of-Town Meals	02/13/06	MacDonald N	3.24
TOTAL OUT-OF-TOWN MEALS			\$1,590.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Court Reporting	02/07/06	Regal Reporting Svc.	683.12
Court Reporting	02/10/06	Esquire Deposition Services LLC	496.58
Court Reporting	02/14/06	Esquire Deposition Services LLC	1,484.30
		TOTAL COURT REPORTING	\$2,664.00
Contracted Catering-NY	02/01/06	Springer DE	134.28
Contracted Catering-NY	02/02/06	Springer DE	134.27
Contracted Catering-NY	02/03/06	Springer DE	134.27
Contracted Catering-NY	02/06/06	Springer DE	134.27
Contracted Catering-NY	02/09/06	Springer DE	134.27
Contracted Catering-NY	02/09/06	Springer DE	448.15
Contracted Catering-NY	02/09/06	Springer DE	149.38
Contracted Catering-NY	02/09/06	Springer DE	169.84
Contracted Catering-NY	02/10/06	Springer DE	134.27
		TOTAL CONTRACTED CATERING- NY	\$1,573.00
		TOTAL MATTER	\$27,102.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 04/30/06
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/03/06	0.20	FOLLOW-UP WITH B. ROSENBERG RE TIMETABLE FOR MERIT INCREASES FOR SALARIED EMPLOYEES INCLUDING EMAILS WITH D. SHERBIN AND B. ROSENBERG (0.2).
BUTLER, JR. J	03/07/06	0.40	REVIEW EMPLOYEE AGREEMENT INCLUDING EMAIL FROM B. SAX (0.4).
BUTLER, JR. J	03/11/06	0.80	EMAIL FROM J. SHEEHAN RE AND REVIEW REVISED BOOZ ALLEN MATERIALS (0.6); EMAILS FROM/TO B. SAX RE RSU GRANTS (0.2).
BUTLER, JR. J	03/14/06	0.70	PREPARE FOR (0.1) AND PARTICIPATE IN (0.6) MEETING WITH R. O'NEAL, M. WEBER AND OTHERS AT COMPANY IN TROY RE: SG&A REDUCTION AND SALARIED ATTRITION PROGRAM MATTERS.
BUTLER, JR. J	03/25/06	0.30	REVIEW ENGAGEMENT MATERIALS AND NEXT STEPS RE BOOZ ALLEN SECTION 363 MOTION INCLUDING EMAILS FROM/TO D. SHERBIN (0.3).
BUTLER, JR. J	03/31/06	0.80	PREPARE FOR (0.2) AND PARTICIPATE IN (0.6) MEETING WITH D. ALEXANDER RE: HUMAN CAPITAL (SALARIED) TRANSFORMATION MATTERS.
		3.20	
LEFF NM	03/09/06	0.70	RESEARCH RE: SEPARATION AGREEMENTS (0.7).
LEFF NM	03/17/06	0.30	TELECONFERENCE WITH E. SCHOHN RE: STATUS OF SEVERANCE CLAIM (0.3).
LEFF NM	03/28/06	0.80	TELECONFERENCE WITH E. SCHOHN AND D. PHILLIPS RE: WITHHOLDING ISSUES (0.8).
		1.80	
Total Partner		5.00	
MATZ TJ	03/07/06	0.60	FOLLOW UP WITH FTI AND WORK ON INFORMATION FOR U.S. TRUSTEE RE: HUMAN CAPITAL PAYMENT SUMMARY (0.6).
MATZ TJ	03/14/06	0.60	FOLLOW UP WITH FTI AND WORK ON INFORMATION FOR U.S. TRUSTEE RE: HUMAN CAPITAL PAYMENT SUMMARY (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/29/06	0.70	REVIEW HUMAN CAPITAL SPENDING SUMMARY (0.3); TELECONFERENCE WITH A. FRANKUM RE: SAME (0.2); FOLLOW UP WORK E: SAME (0.1); FORWARD TO U.S. TRUSTEE HUMAN CAPITAL SPENDING SUMMARY (0.1).
		1.90	
Total Counsel		1.90	
HERRIOTT AV	03/02/06	0.40	CONFERENCE WITH P. TOTTIS RE: INDEMNIFICATION MATTERS (0.4).
HERRIOTT AV	03/07/06	0.70	REVIEW AND RESEARCH ISSUE RE: HUMAN CAPITAL RELATED AUDITING (0.3); RESEARCH PAYMENTS MADE TO PARTICULAR EMPLOYEES AND DIRECTORS (0.4).
HERRIOTT AV	03/09/06	0.70	CORRESPOND WITH DELPHI RE: HUMAN CAPITAL BENEFIT PROVIDER (0.4); RESPOND TO QUESTIONS RE: INDEMNIFICATION (0.3).
HERRIOTT AV	03/10/06	0.10	REVIEW TRACKING OF HUMAN CAPITAL PAYMENTS UNDER FIRST DAY AUTHORITY (0.1).
HERRIOTT AV	03/20/06	0.30	ANSWER QUESTION RE: PAP AND FIRST DAY AUTHORITY RELATING TO SAME (0.3).
HERRIOTT AV	03/21/06	0.10	RESPOND TO QUESTION RE: INDEMNIFICATION (0.1).
HERRIOTT AV	03/23/06	0.60	EVALUATE QUESTION RE: INDEMNIFICATION AND PAP PAYMENTS (0.6).
		2.90	
MEISLER RE	03/07/06	0.20	ATTENTION TO INQUIRIES RE: HUMAN CAPITAL QUERIES (0.2).
MEISLER RE	03/09/06	0.30	PREPARE FOR TELECONFERENCE WITH P. TOTTIS RE: HUMAN CAPITAL INQUIRIES (0.3).
MEISLER RE	03/13/06	0.20	TELECONFERENCE WITH P. TOTTIS RE: HUMAN CAPITAL INQUIRIES (0.2).
MEISLER RE	03/23/06	0.70	CONFERENCE WITH A. HERRIOTT RE: HUMAN CAPITAL MATTERS AND INQUIRIES (0.6); TELECONFERENCE WITH J. PETERSON RE: SAME (0.1).
MEISLER RE	03/25/06	0.40	REVIEW BOOZ ALLEN PROPOSAL (0.4).
		1.80	
REESE RG	03/20/06	0.80	TELECONFERENCE WITH C. BRANSON (DLA PIPER) RE: MOBILEARIA EMPLOYEE ISSUES (0.8).
REESE RG	03/25/06	0.30	REVIEW LABOR ISSUES RE: MOBILEARIA (0.3).
		1.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	03/25/06	1.10	DRAFT PRESENTATION ON PROPOSED BOOZ ALLEN ENGAGEMENT (1.1) .
		1.10	
Total Associate		6.90	
TOTAL TIME		<u>13.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 04/30/06
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	3.78
In-house Reproduction	03/07/06	Copy Center, D	19.40
In-house Reproduction	03/24/06	Copy Center, D	4.97
In-house Reproduction	03/31/06	Copy Center, D	8.85
		TOTAL IN-HOUSE REPRODUCTION	\$37.00
Telephone Expense	03/31/06	Telecommunications, D	0.51
Telephone Expense	03/31/06	Telecommunications, D	0.49
		TOTAL TELEPHONE EXPENSE	\$1.00
Westlaw	03/02/06	Kohut RD	197.00
		TOTAL WESTLAW	\$197.00
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	8.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$8.00
		TOTAL MATTER	\$243.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 05/31/06
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/04/06	0.80	EMAILS FROM/TO AND TELECONFERENCES WITH R. O'NEAL RE INCREASED SALARIED ATTRITION TRENDS AND LOSS OF HIGH POTENTIAL SALARIED EMPLOYEES (0.8) .
BUTLER, JR. J	04/10/06	0.70	REVIEW COMPENSATION COMMITTEE MATERIALS WITH D. ALEXANDER AT COMPANY IN TROY (0.3); REVIEW BOOZ ALLEN ENGAGEMENT LETTER (0.4) .
BUTLER, JR. J	04/18/06	0.30	REVIEW STATUS AND NEXT STEPS RE BOOZ ALLEN SECTION 363 MOTION (0.3) .
BUTLER, JR. J	04/20/06	1.30	PREPARE FOR (0.4) AND PARTICIPATE IN (0.9); TELECONFERENCE MEETING WITH F. KUPLICKI AND B. SAX RE: RSU GRANTS AND RELATED LTIP PROGRAM MATTERS.
BUTLER, JR. J	04/24/06	0.80	PREPARE FOR (0.2) AND ATTEND (0.6) MEETING WITH D. SHERBIN, M. WEBER, K. BUTLER, D. ALEXANDER, F. KUPLICK, B. SAX AND OTHERS AT COMPANY IN TROY RE: RSU GRANTS AND RELATED LTIP PROGRAM MATTERS.
		3.90	
MARAFIOTI KA	04/10/06	0.20	ANALYZE BOOZ ALLEN SECTION 363 ISSUES (0.2) .
MARAFIOTI KA	04/13/06	0.50	REVIEW COMMUNICATIONS PACKAGE TO EMPLOYEES AND RELATED CORRESPONDENCE (0.5) .
MARAFIOTI KA	04/19/06	0.70	REVIEW AND REVISE BOOZ ALLEN MOTION (0.5) AND ORDER (0.2) .
MARAFIOTI KA	04/20/06	0.70	FURTHER WORK ON BOOZ ALLEN PLEADINGS (0.6); REVIEW CLIENT COMMENTS RE: SAME (0.1) .
MARAFIOTI KA	04/27/06	0.20	CONSIDER BOOZ ALLEN RETENTION TERMS AND ARRANGEMENTS AND CORRESPONDENCE RE: SAME (0.2) .
MARAFIOTI KA	04/28/06	0.20	REVIEW REVISIONS TO BOOZ ALLEN ORDER RE: ENGAGEMENT (0.2) .
		2.50	
Total Partner		6.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	04/10/06	0.80	TELECONFERENCE WITH H. SEIFE RE: BOOZ ALLEN 363 (B) MOTION (0.3); REVIEW AND REVISE MOTION (0.4); MESSAGE TO U.S. TRUSTEE RE: BOOZ ALLEN MOTION (0.1).
MATZ TJ	04/12/06	1.00	TELECONFERENCE FROM H. SEIFE RE: BOOZ ALLEN MOTION (0.2); CONTINUING REVIEW AND PREPARATION OF SAME (0.5); TELECONFERENCE WITH U.S. TRUSTEE RE: BOOZ ALLEN MOTION (0.3).
MATZ TJ	04/13/06	1.90	REVIEW ASPECTS OF BOOZ ALLEN CONTRACT MOTION MOTION (0.4); REVIEW AND REVISE DRAFT BOOZ ALLEN CONTRACT APPROVAL MOTION (1.5).
MATZ TJ	04/18/06	2.30	UPDATE STATUS OF 363 MOTIONS (BOOZ ALLEN AND AT KEARNEY) (0.4); REVIEW CHADBURNE COMMENTS ON BOOZ ALLEN PLEADINGS (0.3); REVIEW KEARNEY MOTION BACKGROUND (0.3); REVIEW AND REVISE BOOZ ALLEN 363 MOTION (1.1); FOLLOW UP WORK RE: MOTION BACKGROUND (0.2).
		6.00	
Total Counsel		6.00	
HERRIOTT AV	04/10/06	0.50	REVIEW AND RESPOND TO EMPLOYEE RELATED ISSUES (0.2); BEGIN DRAFTING 363 MOTION TO APPROVE ENTRY INTO AGREEMENTS WITH BOOZ ALLEN (0.3).
HERRIOTT AV	04/11/06	1.20	CONTINUE DRAFTING MOTION TO ENTER AGREEMENTS WITH BOOZ ALLEN (1.2).
HERRIOTT AV	04/12/06	3.90	CONTINUE DRAFTING MOTION RE: ENTRY OF AGREEMENTS WITH BOOZ ALLEN (3.7); RESPOND TO HOTLINE CALL RE: WORKERS COMPENSATION (0.2).
HERRIOTT AV	04/13/06	3.20	REVIEW AND REVISE MOTION TO ENTER AGREEMENTS WITH BOOZ ALLEN (2.9); RESPOND TO WORKERS COMPENSATION QUESTION FROM EMPLOYEE (0.3).
HERRIOTT AV	04/17/06	2.80	REVIEW AND REVISE BOOZ ALLEN PLEADINGS INCORPORATING PARTIES' COMMENTS (2.8).
HERRIOTT AV	04/18/06	2.40	REVIEW AND REVISE 363 MOTION/ORDER TO ENTER INTO AGREEMENTS WITH BOOZ ALLEN (1.8); RESEARCH RE: 363 LAW (0.6).
HERRIOTT AV	04/19/06	0.60	CONTINUE TO RESPOND TO COMMENTS AND REVISE BOOZ ALLEN PLEADINGS ACCORDINGLY (0.6).
HERRIOTT AV	04/20/06	2.20	CONTINUE REVIEWING AND REVISING BOOZ ALLEN ORDER AND MOTION AND PREPARE PLEADINGS FOR FILING (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	04/21/06	0.10	CONDUCT FOLLOW UP RE: BOOZ ALLEN PLEADINGS (0.1) .
HERRIOTT AV	04/25/06	0.40	BEGIN EVALUATING REQUEST OF CREDITORS' COMMITTEE FOR REVISIONS TO BOOZ ALLEN ORDER (0.4) .
HERRIOTT AV	04/26/06	0.10	RESPOND TO HOTLINE CALL RE: EMPLOYEES (0.1) .
HERRIOTT AV	04/27/06	1.90	DRAFT REVISIONS TO BOOZ ALLEN ORDER IN RESPONSE TO COMMENTS FROM UCC (1.9) .
HERRIOTT AV	04/28/06	0.80	CONTINUE TO DRAFT LANGUAGE RESPONSIVE TO CREDITORS' COMMITTEE REQUEST RE: BOOZ ALLEN ORDER AND RESPOND TO ADDITIONAL FEEDBACK RE: SAME (0.8) .
HERRIOTT AV	04/29/06	0.10	FOLLOW UP ON EMPLOYEE LETTER TO BANKRUPTCY COURT (0.1) .
		20.20	
STUART NL	04/04/06	3.40	REVIEW BOOZ ALLEN MATERIALS (2.1) ; BEGIN DRAFTING MOTION RE: SAME (1.3) .
STUART NL	04/07/06	1.40	REVISE BOOZ ALLEN MOTION (1.4) .
STUART NL	04/13/06	1.20	REVIEW AND COMMENT ON BOOZ ALLEN MOTION (1.2) .
		6.00	
Total Associate		26.20	
TOTAL TIME		<u>38.60</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 05/31/06
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	04/28/06	Telecommunications, D	0.87
Telephone Expense	04/28/06	Telecommunications, D	1.10
Telephone Expense	04/28/06	Telecommunications, D	0.03
		TOTAL TELEPHONE EXPENSE	\$2.00
Outside Research/Internet Services	04/06/06	Pacer Service Center	25.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$25.00
Printing to paper from TIF	04/28/06	Copy Center, D	18.00
		TOTAL PRINTING TO PAPER FROM TIF	\$18.00
		TOTAL MATTER	\$45.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 06/30/06
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
HERRIOTT AV	05/01/06	1.30	CONTINUE TO REVIEW AND REVISE BOOZ ALLEN PLEADINGS (1.2); REVIEW UNEMPLOYMENT TAX ISSUE FOR EMPLOYEES (0.1).
HERRIOTT AV	05/02/06	0.40	CONTINUE TO REVIEW AND REVISE BOOZ ALLEN PLEADINGS (0.3); CONFIRM LEGAL RIGHT TO PAYMENT AS FOUND IN HUMAN CAPITAL FIRST DAY ORDER (0.1).
HERRIOTT AV	05/04/06	0.20	RESEARCH WORKERS COMPENSATION ISSUE FROM HOTLINE TELECONFERENCE (0.1); REVIEW BOOZ ALLEN ORDER (0.1).
HERRIOTT AV	05/05/06	0.40	RESPOND TO WORKERS COMPENSATION HOTLINE QUESTION (0.4).
HERRIOTT AV	05/10/06	2.40	RESPOND TO QUESTIONS FROM THE MEDIA TEAM RE: BENEFITS PROVIDED TO VARIOUS EMPLOYEE GROUPS AS OUTLINED IN EMPLOYEE-RELATED PLEADINGS (2.4).
HERRIOTT AV	05/11/06	0.50	REVIEW HUMAN CAPITAL FIRST DAY PLEADINGS TO ASSIST AND RESPOND TO QUESTION RE: EMPLOYEE HEALTHCARE PROVIDER (0.5).
HERRIOTT AV	05/15/06	0.30	RESPOND TO EMPLOYEE HOTLINE QUESTION RE: RETIREMENT ISSUES (0.3).
HERRIOTT AV	05/17/06	0.30	REVIEW AND REVISE BOOZ ALLEN PROPOSED ORDER (0.3).
HERRIOTT AV	05/18/06	0.60	CONTINUE TO REVIEW AND REVISE BOOZ ALLEN ORDER PER UCC COMMENTS (0.6).
HERRIOTT AV	05/22/06	0.60	DRAFT PROFFER FOR BOOZ ALLEN MOTION IN PREPARATION FOR HEARING (0.6).
HERRIOTT AV	05/23/06	0.30	CONTINUE DRAFTING BOOZ ALLEN PROFFER (0.3).
HERRIOTT AV	05/26/06	0.50	REVIEW AND REVISE BOOZ ALLEN PROFFER (0.5).
		7.80	
KOHUT RD	05/01/06	5.50	ASSISTANCE REVIEWING AND COMPILING 1113 REPLY MOTION FILING (5.5).
KOHUT RD	05/02/06	0.80	COMPILING DOCUMENTS FOR GM DOCUMENT PRODUCTION (0.8).
KOHUT RD	05/22/06	5.00	REVIEW OF COLLECTIVE BARGAINING AGREEMENTS (5.0).
KOHUT RD	05/24/06	0.70	COURT REPORTER RESERVATION CORRESPONDENCE (0.7).
		12.00	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Associate 19.80

DEMMA J	05/24/06	1.10	PREPARE CASE MATERIALS FOR ATTORNEY REVIEW RE: ERISA (1.1) .
		1.10	
KLIMBK MV	05/19/06	1.90	EMAILS TO/FROM N. CAMPANARIO AND J. GUZZARDO RE: KCEP AND EC PRODUCTION DOCUMENTS (0.3); MEET WITH N. CAMPANARIO RE: SAME (0.3); LOCATE AND ORGANIZE SAME FOR POSSIBLE FUTURE PRODUCTION (0.8); TELECONFERENCE WITH A. ZSOLDOS RE: DEPOSITION TRANSCRIPTS OF S. GRANDSTAFF AND M. SHAW (0.1); RESEARCH RE: SAME (0.4) .
		1.90	
Total Legal Assistant		3.00	

TOTAL TIME 22.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Employee Matters (General)

Bill Date: 06/30/06
Bill Number: 1112661

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/02/06	Copy Center, D	57.75
In-house Reproduction	05/05/06	Copy Center, D	18.85
In-house Reproduction	05/09/06	Copy Center, D	0.40
		TOTAL IN-HOUSE REPRODUCTION	\$77.00
Telephone Expense	05/26/06	Telecommunications, D	0.96
Telephone Expense	05/26/06	Telecommunications, D	1.03
Telephone Expense	05/26/06	Telecommunications, D	0.01
		TOTAL TELEPHONE EXPENSE	\$2.00
Reproduction - color	05/09/06	Copy Center, D	1,378.00
		TOTAL REPRODUCTION - COLOR	\$1,378.00
		TOTAL MATTER	\$1,457.00